

To: ONE Joint Investment Board
From: Bill Hughes, Chair
Date: November 17, 2021
Re: Board Governance Self-Evaluation
Report: ONE JIB-O33-21

1. RECOMMENDATIONS

It is recommended that the Board:

1. Receive the report Board Governance Self-Evaluation for information.

2. SUMMARY

The ONE JIB Terms of Reference contemplate an annual evaluation of the Board.

The inaugural self-evaluation was completed online in Fall 2020 and reported to the Board in February 2021.

This year's evaluation will also be done online.

3. BACKGROUND

ONE JIB's Terms of Reference require an annual self-assessment

Board evaluation is a critical part of good governance and is intended to help boards improve their effectiveness. Evaluation results can inform boards' continuous improvement efforts, identify substantive and process strengths and weaknesses, help orient new board members, and validate the boards' future priorities.

Section 4.13 of ONE JIB's Terms of Reference provide direction with respect to self-assessment that has informed the design of the self-assessment:

At least annually, ONE JIB must review and assess:

- a) the adequacy and effectiveness of itself and any committees or subcommittee to which ONE JIB has delegated any of its functions;
- b) the independence of its members and the compensation of its members;
- c) its effectiveness as a board, as well as the effectiveness and contribution of each of its members, including a consideration of:
 - (i) these Terms of Reference;
 - (ii) the competencies and knowledge each member is expected to bring to ONE JIB;

- (iii) the level of complexity of the issues reasonably expected to be raised by members in connection with the matters under review by ONE JIB;
 - (iv) the attendance record of each member of ONE JIB and his or her participation in meetings;
 - (v) continuing education activities and industry knowledge of each member of ONE JIB; and
 - (vi) the ability of each member to contribute the necessary time required to serve effectively on ONE JIB;
- d) its structural effectiveness, including a consideration of:
- (i) the frequency of meetings;
 - (ii) the substance of meeting agendas;
 - (iii) the policies and procedures that ONE Investment has established to refer matters to ONE JIB;
 - (iv) the usefulness of the materials provided to members of ONE JIB;
 - (v) the collective experience and background of the members of ONE JIB; and
 - (vi) the amount and form of compensation the members receive from ONE Investment.
- e) The written minutes of ONE JIB meetings at which these assessments take place shall form the basis of the records of such assessments. ONE JIB may also establish a process for and determine the frequency of additional assessments as it sees fit. ONE JIB shall consider how to respond appropriately to address any weaknesses found in a self-assessment.

ONE JIB completed its first board governance self-evaluation in Fall 2020. The results of the evaluation and ONE Investment's responses are documented in Report 21-003.

4. ANALYSIS

Good progress has been made over 2021 on Board priorities

There were over 20 initiatives identified in the 2020 survey. The vast majority have seen progress throughout 2020.

Some initiatives are being shifted to 2022 to ensure that robust reports can be prepared for the Board's consideration, as identified in Report 21-003, including:

- Municipal education and training - ongoing initiative
- Board governance training - municipal finance training was the priority for 2021
- ONE Investment Risk Framework - the framework will come forward in early 2022
- Succession planning - 2022 marks the mid-point of terms for key positions on ONE JIB
- Strategic planning - ONE is working on a strategic plan in 2022 that aligns both the work of the not-for-profit ONE Investment and ONE JIB.

The self-assessment will enable the Board to continue building on what has been accomplished so far

The ONE JIB is a groundbreaking collective effort by the six Founding Municipalities. Its second year of operation will see growth in the number of Participating Municipalities and consideration of fund offering changes through the work of the New Products Committee. Undertaking a self-assessment is a critical part of the continuous improvement process. The self-evaluation questions have been designed to build on the key foundational work done by the ONE JIB during 2020 and to identify where improvements could be made, celebrate successes, and plan the

future work of ONE JIB.

The self-assessment will be done online

The survey questions are included in Appendix A to allow ONE JIB members the opportunity to reflect on the questions in advance of completing the survey online. ONE Investment staff will use an online survey tool to set up the self-evaluation survey for ONE JIB members to complete by the mid December. It will be available for approximately three weeks. ONE Investment staff will aggregate the results of Sections A, B, C and D of the survey and report back to ONE JIB at the March 2022 meeting, with recommendations for next steps.

5. CONCLUSION

The proposed self-assessment will fulfill the requirements set out in the Terms of Reference and help the board chart a course for the future.

Drafted by: Judy Dezell, Co-President/CEO

Approved by: Judy Dezell and Donna Herridge, Co-Presidents/CEO